I	declare	under 1	enalty	of pe	riury	that t	the	foregoing	is	true	and	correct.
_				1	-3 2							

Dennis W. Carlton

Executed June ___, 2008

I declare under penalty of perjury that the foregoing is true and correct.

Allan L. Shampine

Executed June 13, 2008

I declare under penalty of perjury that the foregoing is true and correct.

•

Hal S. Sider

Executed June 13, 2008

EXHIBIT 1

DENNIS WILLIAM CARLTON

Senior Managing Director

Business Address:

Compass Lexecon

(312) 322-0215

332 South Michigan Avenue

Chicago, Illinois 60604

Email Address:

dcarlton@compasslexecon.com

Home Address:

21 Lakewood Drive

(847) 835-8855

Glencoe, Illinois 60022

EDUCATION

- Ph.D., MASSACHUSETTS INSTITUTE OF TECHNOLOGY, Cambridge, Massachusetts: Economics, 1975.
- M.S., MASSACHUSETTS INSTITUTE OF TECHNOLOGY, Cambridge, Massachusetts: Operations Research, 1974.
- A.B., HARVARD UNIVERSITY (Summa cum laude): Applied Math and Economics, 1972.

EMPLOYMENT

- COMPASS LEXECON (formerly Lexecon), Chicago, Illinois (2008 present) Senior Managing Director; LEXECON INC., (1977 2006), President 1997 2001, Senior Managing Director 2003 2006
- UNIVERSITY OF CHICAGO, Graduate School of Business (1984 present) Professor of Economics; Law School (1980 – 1984) Professor of Economics; Department of Economics (1976 – 1979) Assistant Professor, (1979 – 1980) Associate Professor
- U.S. DEPARTMENT OF JUSTICE, Washington, District of Columbia (2006 2008) Deputy Assistant Attorney General for Economic Analysis, Antitrust Division
- MASSACHUSETTS INSTITUTE OF TECHNOLOGY, Cambridge, Massachusetts, Department of Economics (1975 1976) Instructor in Economics

OTHER PROFESSIONAL EXPERIENCE

- HARVARD UNIVERSITY, Public Policy Summer Course in Economics (1977), Professor
- BELL TELEPHONE LABORATORIES (Summers 1976, 1977)
- JOINT CENTER FOR URBAN STUDIES OF M.I.T. AND HARVARD UNIVERSITY, Cambridge, Massachusetts (1974 1975)
- CHARLES RIVER ASSOCIATES, Cambridge, Massachusetts (Summers 1971, 1972) Research Assistant

FIELDS OF SPECIALIZATION

Theoretical and Applied Microeconomics Industrial Organization

ACADEMIC HONORS AND FELLOWSHIPS

Recipient of Inaugural Robert F. Lanzilotti Prize, awarded by the International Industrial Organization Society for Best Paper in Antitrust Economics, 2008

Keynote Address to Israel Antitrust Conference, 2008

Lewis Bernstein Memorial Antitrust Lecture, Washington, D.C., 2006

Distinguished Visitor, University of Melbourne, April 2005

Milton Handler Lecture, New York, 2004

Keynote Address to the International Competition Network, Mexico, 2004

Alexander Brody Distinguished Lecture, Yeshiva University, 2000

Ph.D. Thesis chosen to appear in the Garland Series of Outstanding Dissertations in Economics

Recipient of the 1977 P.W.S. Andrews Memorial Prize Essay, best essay in the field of Industrial Organization by a scholar under the age of thirty

National Science Foundation Grant, 1977 - 1985

Recipient of Post-doctoral Grant from the Lincoln Foundation, 1975

National Science Foundation Fellowship, 1972 - 1975

Phi Beta Kappa, 1971

John Harvard Award, 1970

Detur Book Prize, 1969

Edwards Whitacker Award, 1969

M.I.T., National Scholar Award, 1968

PROFESSIONAL AFFILIATIONS AND ACTIVITIES

Co-editor, Journal of Law and Economics, 1980 - present

Visiting Committee, MIT, Department of Economics, 1995 - present

Member, Advisory Board, Economics Research Network, 1996 - present

Member, Advisory Board of Antitrust and Regulation Abstracts, Social Science Research Network, 1998 - present

Advisory Board, Massachusetts Institute of Technology, Department of Economics, 1999 - present Co-Editor, Competition Policy International (CPI), 2004 - present

Advisory Board, Journal of Competition Law and Economics 2004- present

Deputy Assistant Attorney General for Economic Analysis, Antitrust Division, U.S. Department of Justice, 2006 - 2008

Presidential Appointment to the Antitrust Modernization Commission, March 17, 2004 - 2007

Invited Panelist at Public Hearing on the Retail Banking Sector Inquiry: Payment Cards, before the European Commission in Brussels, Belgium, July 17, 2006.

Consultant on Merger Guidelines to the FTC, 2003

Professor, George Mason Institute for Judges, October 2001

Chairman, FTC Round Table on Empirical Industrial Organization (September 11, 2001)

Participant in the Round Table on the Economics of Mergers Between Large ILECS before the Federal Communications Commission, February 5, 1999

Member, Steering Committee, Social Science Research Council, Program in Applied Economics, 1997 - 1999

Participant in roundtable discussions on "The Role of Classical Market Power in Joint Venture
Analysis," before the Federal Trade Commission, November 19, 1997 and March 17, 1998.

Participant in meetings with Committee of the Federal Reserve on Payment Systems, June 5, 1997
Associate Editor, Regional Science and Urban Economics, 1987 - 1997
Resident Scholar, Board of Governors of the Federal Reserve System, Summer, 1995
Accreditation Committee, Graduate School of Business, Stanford University, 1995
Associate Editor, The International Journal of Industrial Organization, 1991 - 1995
Editorial Board, Intellectual Property Fraud Reporter, 1990 - 1995
Consultant on Merger Guidelines to the U.S. Department of Justice, 1991 - 1992
Member, Advisory Committee to the Bureau of the Census, 1987 - 1990
National Bureau of Economic Research, Research Associate
Member, American Economics Association, Econometrics Society

BOOKS

- Market Behavior Under Uncertainty, Ph.D. Thesis, Massachusetts Institute of Technology (September 1975); Garland Publishing (1984).
- Modern Industrial Organization, Scott, Foresman & Co., co-authored with Jeffrey Perloff, first edition (1990), second edition (1994), translated into Chinese, French, Hungarian and Italian; Addison Wesley Longman, third edition (2000), fourth edition (2005).

RESEARCH PAPERS

- "The Equilibrium Analysis of Alternative Housing Allowance Payments," (with Joseph Ferreira) Chapter 6 of <u>Analysis of a Direct Housing Allowance Program</u>, The Joint Center for Urban Studies of M.I.T. and Harvard University, (July 1975).
- "Theories of Vertical Integration," presented at Fourth Annual Telecommunications Conference.

 Appears in a volume of <u>Proceedings of the Fourth Annual Telecommunications Conference</u>,

 Office of Telecommunications Policy, (April 1976).
- "Uncertainty, Production Lags, and Pricing," American Economic Review, (February 1977).
- "Selecting Subsidy Strategies for Housing Allowance Programs," (with Joseph Ferreira) <u>Journal of Urban Economics</u>, (July 1977).
- "Peak Load Pricing With Stochastic Demand," <u>American Economic Review</u>, (December 1977). (Reprinted in <u>Economic Regulation</u> edited by P.L. Joskow, Edward Elgar Publishing Limited, 1998 and Reprinted in <u>The Economics of Public Utilities</u> edited by Ray Rees, Professor of Economics at the University of Munich, Germany, 2005.)
- "The Distribution of Permanent Income," <u>Income Distribution and Economic Inequality</u>, edited by Zvi Griliches, et al. (Halsted Press, 1978).
- "Vertical Integration--An Overview," in <u>Congressional Record Hearings on the Communications Act of 1978</u>. Bill H.R. 13105, (August 3, 1978).
- "Market Behavior with Demand Uncertainty and Price Inflexibility," <u>American Economic Review</u>, (September 1978).

- "Vertical Integration in Competitive Markets Under Uncertainty," <u>Journal of Industrial Economics</u>, (March 1979). Awarded the P.W.S. Memorial Prize for the best essay in the field of Industrial Organization by a scholar under the age of thirty.
- "Valuing Market Benefits and Costs in Related Output and Input Markets," <u>American Economic Review</u>, (September 1979).
- "Contracts, Price Rigidity and Market Equilibrium," Journal of Political Economy, (October 1979).
- "Why New Firms Locate Where They Do: An Econometric Model," in <u>Studies in Regional Economics</u>, edited by W. Wheaton, (Urban Institute, 1980).
- "Benefits and Costs of Airline Mergers: A Case Study," (with W. Landes and R. Posner) <u>Bell Journal</u> of Economics; (Spring 1980). (Reprinted in "Air Transport" in <u>Classics In Transport Analysis</u> series, edited by Kenneth Button and Peter Nijkamp, 2001.)
- "The Limitations of Pigouvian Taxes as a Long Run Remedy for Externalities," (with G. Loury)

 <u>Quarterly Journal of Economics</u>, (November 1980).
- "The Law and Economics of Rights in Valuable Information: A Comment," <u>Journal of Legal Studies</u>, (December 1980).
- "Price Discrimination: Vertical Integration and Divestiture in Natural Resources Markets," (with J. Perloff) Resources and Energy, (March 1981).
- "The Spatial Effects of a Tax on Housing and Land," Regional Science and Urban Economics, (November 1981).
- "Comments on Weicher," Journal of Law and Economics, (December 1981).
- Comment, in Sherwin Rosen ed. Studies in Labor Markets, University of Chicago Press, (1981).
- "Planning and Market Structure," in <u>The Economics of Information and Uncertainty</u>, edited by J.J. McCall, University of Chicago Press, (1982).
- "The Disruptive Effect of Inflation on the Organization of Markets," in Robert Hall, ed. <u>The Economics of Inflation</u>, University of Chicago Press, (1982).
 - "The Need for Coordination Among Firms With Special Reference to Network Industries," (with J. M. Klamer) University of Chicago Law Review, (Spring 1983).
 - "A Reexamination of Delivered Pricing," Journal of Law and Economics, (April 1983).
- "Futures Trading, Market Interrelationships, and Industry Structure," <u>American Journal of Agricultural Economics</u>, (May 1983).
- "The Regulation of Insider Trading," (with D. Fischel), <u>Stanford Law Review</u>, (May 1983), reprinted in J. Macey ed., <u>Classics in Corporate Law and Economics</u>, Edward Elgar Publishing (forthcoming).

- "The Location and Employment Choices of New Firms: An Econometric Model with Discrete and Continuous Endogenous Variables," <u>The Review of Economics and Statistics</u>, (August 1983).
- "Economic Goals and Remedies of the AT&T Modified Final Judgment," (with W. Lavey), <u>Georgetown Law Review</u>, (August 1983).
- "Equilibrium Fluctuations When Price and Delivery Lags Clear the Market," <u>Bell Journal of Economics</u>, (Autumn 1983).
- "Energy and Location," <u>Energy Costs, Urban Development, and Housing</u>, Brookings Institution, (1984).
- "Futures Markets: Their Purpose, Their History, Their Growth, Their Successes and Failures,"

 <u>Journal of Futures Markets</u>, (September 1984). (Reprinted in <u>Futures Markets</u> edited by A.G. Malliaris and W.F. Mullady, Edward Elgar*Publishing Limited, 1995; and in <u>Classic Futures</u>:

 <u>Lessons from the Past for the Electronics Age</u>, edited by Lester Telser, Risk Books, 2000.)
- "The Economics of Gray-Market Imports," (with C. DeMuth), written for the Coalition to Preserve the Integrity of American Trademarks (COPIAT), (May 1985).
- "The Limitation of Pigouvian Taxes As A Long Run Remedy for Externalities: Extension of Results," (with G. Loury) Quarterly Journal of Economics, (August 1986).
- "The Rigidity of Prices," American Economic Review, (September 1986).
- "The Theory and The Facts of How Markets Clear: Is Industrial Organization Valuable for Understanding Macroeconomics?" in <u>Handbook of Industrial Organization</u>, eds. Schmalensee and Willig, (1989).
- "Market Power and Mergers in Durable Good Industries," (with R. Gertner), <u>Journal of Law and Economics</u>, (October 1989).
- "Comments on Vertical Integration and Market Foreclosure," <u>Brookings Papers on Economic Activity:</u> <u>Microeconomics</u>, (1990).
- Book Review of Tirole's "The Theory of Industrial Organization", <u>Journal of Political Economy</u>, (June 1990).
- "The Genesis of Inflation and the Costs of Disinflation: Comment," <u>Journal of Money, Credit & Banking</u>, (August 1991, Part 2).
- "The Theory of Allocation and its Implications for Marketing and Industrial Structure: Why Rationing is Efficient," <u>Journal of Law and Economics</u>, (October 1991).
- "The Economics of Cooperation and Competition in Electronic Services Network Industries," in Economics of Electronic Service Networks, Wildman Steven ed., Praeger Press, (1992).
- "Merger Policy and Market Definition Under the EC Merger Regulation," (with W. D. Bishop).

 <u>Conference on Antitrust in a Global Economy</u>, Fordham Corporate Law Institute, (1994).
- "The Antitrust Economics of Credit Card Networks," (with A. Frankel) <u>Antitrust Law Journal</u>, (Winter 1995).

- "Economic Organization and Conflict," <u>Journal of Institutional and Theoretical Economics</u>, (March
- "Antitrust and Higher Education: Was There a Conspiracy to Restrict Financial Aid?" (with G. Bamberger and R. Epstein) <u>The Rand Journal of Economics</u>, (Vol. 26, No. 1, Spring 1995, pp. 131-147).
- "The Competitive Effects of Line-of-business Restrictions in Telecommunications," (with K. Arrow and H. Sider), Managerial and Decision Economics, (Vol. 16, pp. 301-321, 1995). (Reprinted in Deregulating Telecommunications The Baby Bells Case for Competition, edited by Richard S. Higgins and Paul H. Rubin, John Wiley & Sons Ltd., 1995.)
- "The Antitrust Economics of Credit Card Networks: Reply to Evans and Schmalensee," (with A. Frankel); Antitrust Law Journal, (Spring 1995).
- "Antitrust and Payment Technologies," (with A. Frankel), <u>Review</u>, Federal Reserve Bank of St. Louis (November/December 1995).
- "Antitrust Policy Toward Mergers When Firms Innovate: Should Antitrust Recognize the Doctrine of Innovation Markets?" Testimony before the Federal Trade Commission Hearings on Global and Innovation-based Competition (October, 1995).
- "You Keep on Knocking But You Can't Come In: Evaluating Restrictions on Access to Input Joint Ventures," (with S. Salop), <u>Harvard Journal of Law & Technology</u>, (Volume 9, Summer, 1996). (Reprinted in e-Commerce Antitrust & Trade Practices, Practicing Law Institute, 2001.)
- "Comments on Causes and Consequences of Airline Fare Wars," <u>Brookings Papers on Economic Activity: Microeconomics</u>, (1996).
- "A Critical Assessment of the Role of Imperfect Competition in Macroeconomics," in <u>Market Behavior and Macro Economic Modeling</u>, Brakman, Van Ees, & Kuipers (eds.), MacMillan Press (1997).
- "Price Rigidity," <u>Business Cycles and Depressions</u>, David Glasner ed., Garland Publishing, Inc., (1997).
- -- "Communication-Among-Competitors: Game-Theory and Antitrust," (with R. Gertner and A. —
 Rosenfield), George Mason Law Review, (1997). (Reprinted in e-Commerce Antitrust & Trade
 Practices, Practicing Law Institute, 2001.)
 - "Comments on Born and Viscusi," Brookings Papers on Economic Activity: Microeconomics, (1998).
 - "Antitrust and Higher Education: MIT Financial Aid (1993)" (September 1997) (with G. Bamberger), The Antitrust Revolution, (Oxford University Press, 3rd edition 1999).
 - "Market Power and Vertical Restraints in Retailing: An Analysis of FTC v. Toys 'R' Us," (with H. Sider), <u>The Role of the Academic Economist in Litigation Support</u>, edited by Daniel Slottje, North Holland, (1999).
 - "The Economics of Religion, Jewish Survival and Jewish Attitudes Toward Competition on Torah Education," (with A. Weiss), <u>Journal of Legal Studies</u>, (2001). (Reprinted in <u>Essential Readings</u>

- on Jewish Identities, Lifestyles and Beliefs, edited by Stanford M. Lyman, Gordian Knot Books, 2003).
- "A General Analysis of Exclusionary Conduct and Refusal to Deal -- Why Aspen and Kodak are Misguided," <u>Antitrust Law Journal</u>, (2001). (Reprinted in <u>e-Commerce Antitrust & Trade Practices</u>, Practicing Law Institute, 2001.)
- "The Lessons from Microsoft," Business Economics, (January 2001).
- "Lessons from Halacha About Competition and Teaching," (with A. Weiss), <u>Center for Business Ethics Social Responsibility</u>, http://besr.org/library/competition.html, (March 2001).
- "The Choice of Organizational Form in Gasoline Retailing and The Costs of Laws Limiting that Choice," (with A. Blass), <u>Journal of Law and Economics</u>, (October 2001). Reprinted in <u>Franchise Contracting and Organization</u>, edited by Francine Lafontaine, Elgar-Publishing, (2005).
- "Should The Merger Guidelines Be Scrapped? Introduction to a Debate," in <u>Symposium On The Antitrust Analysis Of Mergers: Merger Guidelines vs. Five Forces</u>, 33 U. WEST L.A. L. REV. (2001).
- "Free Riding and Sales Strategies for the Internet," (with J. Chevalier), <u>The Journal of Industrial Economics</u>, (December 2001).
- "The Strategic Use of Tying to Preserve and Create Market Power in Evolving Industries," (with M.—Waldman), The Rand Journal (Vol. 33, No. 2, Summer 2002). (Reprinted in Business Economics: Pricing, Edward Elgar Publishing Ltd, forthcoming Spring 2007.)
- "The Competitive Effects of Fannie Mae," (with D. Gross and R. Stillman) in <u>Housing Matters: Issues in American Housing Policy</u>, Fannie Mae (January 2002, reprinted 2004).
- "Intellectual Property, Antitrust and Strategic Behavior," (with R. Gertner), in eds. Adam Jaffee and Joshua Lerner, <u>Innovation Policy and the Economy</u>, Volume 3, MIT Press (2003).
- "Airline Networks and Fares," (with G. Bamberger), <u>Handbook of Airline Economics</u>, 2nd ed., Darryl Jenkins, ed., McGraw Hill (2003).
- "Contracts that Lessen Competition -- What is Section 27 for, and How Has it Been Used?" (with David Goddard), in Mark N. Berry and Lewis T. Evans eds., Competition Law at the Turn of the Century: A New Zealand Perspective, Victoria University Press (2003).
- Interview, Economists' Roundtable, Antitrust Magazine, (Spring 2003).
- "The Relevance for Antitrust Policy of Theoretical and Empirical Advances in Industrial Organization," (Fall 2003), George Mason Law Review.
- "The Control of Externalities in Sports Leagues: An Analysis of Restrictions in the National Hockey League," (with A. Frankel and E. Landes), <u>Journal of Political Economy</u>, (February 2004).
- "An Empirical Investigation of the Competitive Effects of Domestic Airline Alliances," (with G. Bamberger and L. Neumann), <u>Journal of Law and Economics</u>, Vol. 47, No. 1, (April 2004, pp. 195-222).

- "Why Barriers to Entry are Barriers to Understanding," American Economic Review, (May 2004).
- "Using Economics to Improve Antitrust Policy," Milton Handler Lecture, <u>Columbia Business Law</u> Review, (June 2004).
- "The Proper Role for Antitrust in an International Setting," (Keynote address: Second Annual Conference of the International Competition Network (ICN), Merida City, Mexico (June 25, 2003), appears as Appendix to "Using Economics to Improve Antitrust Policy", Columbia Business Law Review (June 2004).
- "Econometric Analysis of Telephone Mergers," (with H. Sider) pp. 373-395 in American Bar Association, Econometrics: Legal, Practical, and Technical Issues, (2005).
- "How Economics-Can-Improve-Antitrust Doctrine-Towards-Tie-in-Sales," (with M.-Waldman), Competition Policy International, (Spring 2005).
- Preface to: "Law and Economics of the Mexican Competition Laws," by Francisco Gonzalez de Cossio (2005).
- "Transaction Costs, Externalities and "Two-Sided" Payment Markets," (with A. Frankel), <u>Columbia Business Law Review</u>, No. 3, Vol. (2005).
- "Predation and the Entry and Exit of Low-Fare Carriers," (with G. Bamberger), in <u>Advances in Airline Economics: Competition Policy and Antitrust</u>, Darin Lee, ed., (2006).
- "Why Tie An Essential Good," (with Michael Waldman), in Hahn R. ed., <u>Antitrust Policy and Vertical Restraints</u>, AEI-Brookings, (July 2006).
- "Market Definition: Use and Abuse," Competition Policy International (Spring 2007)
- Interview with Deputy Assistant Attorney General, The Antitrust Source (February 2007)
- Separate Statement of Dennis W. Carlton, in <u>The Report of the Antitrust Modernization Commission</u>, (April 2007)
- "Does Antitrust Need to be Modernized?," Journal of Economic Perspectives (Summer 2007)
- "Mergers," Palgrave Dictionary, (with J. M. Perloff), (2008).
- "Antitrust and Regulation," (with R. Picker) in N. Rose ed., <u>Economics of Deregulation</u>, NBER, (forthcoming).
- "Tying," (with M. Waldman), in W. Collins ed. <u>Issues in Competition Law and Policy</u>, American Bar Association, (forthcoming).
- "Barriers to Entry," in W. Collins ed. <u>Issues in Competition Law and Policy</u>, American Bar Association, (forthcoming).
- "Product Variety and Demand Uncertainty: Why Mark-ups Vary with Quality," (with James D. Dana Jr.), <u>Journal of Industrial Economics</u> (forthcoming)

- "Regulation, Antitrust, and Trinko," (With H. Sider), in eds. J. Kwoka and L. White, The Antitrust Revolution, (forthcoming).
- "The Year in Review: Economics at the Antitrust Division 2006-2007" (with K. Heyer), Review of Industrial Organization, (2007).
- "Economic Analysis of Competition Practices in the EU and the U.S.: A View from Chief Economists," (with M. Salinger), Competition Policy International (Autumn 2007).
- "Proposal for a Market-Based Solution to Airport Delays," (with W. Whalen, K. Heyer and O. Richard), Regulation (2008).
- "Safe Harbors for Quantity Discounts and Bundling," (with M. Waldman), George Mason Law Review (2007).
- "Should 'Price Squeeze' Be A Recognized Form of Anticompetitive Conduct?," <u>Journal of Competition</u>
 <u>Law and Economics</u> (2008).

UNPUBLISHED PAPERS

- "Modeling the Housing Allowance Program," M.A. Thesis, Massachusetts Institute of Technology (September 1974).
- "The Cost of Eliminating a Futures Market and The Effect of Inflation on Market Interrelationships," (1984).
- "The Empirical Importance of Delivery Lags as an Explanation of Demand," (1984).
- "Statistical Supplement to The Antitrust Economics of Credit Card Networks: Reply to Evans and Schmalensee Comment, 63 Antitrust Law Journal 903 (1995)," (with Alan Frankel), (May 1997).
- "Competition, Monopoly, and Aftermarkets," (with M. Waldman), NBER Working Paper No. 8086, (January 2001, revised March 2002).
- "Tying, Upgrades, And Switching Costs In Durable-Goods Markets," (with Michael Waldman), NBER Working Paper 11407, (2005).
- "Antitrust and Not for Profits," (with G. David), mimeo (2005).
- "Why Tie a Product Consumers Do Not Use?," (with J. Gans and M. Waldman), NBER Working Paper 13339, Recipient of Inaugural Robert F. Lanzilotti Prize, awarded by the International Industrial Organization Society for Best Paper in Antitrust Economics, (2006).
- "The Need to Measure the Effect of Merger Policy and How to Do It," Department of Justice, Antitrust Division, Economic Analysis Group Paper 07-15, (2007).
- "Mergers in Regulated Industries: Electricity," Department of Justice, Antitrust Division, Economic Group Paper, 07-16, (2007).
- "Appropriate Antitrust Policy Towards Single-Firm Conduct" (with K. Heyer), Department of Justice, Antitrust Division, Economic Analysis Discussion Paper, 08-2 (2008).

EXPERT TESTIMONIAL EXPERIENCE

- Testimony of Dennis W. Carlton in Re: "Vertical Integration--An Overview, "Congressional Record Hearings on the Communications Act of 1978: Proceedings before the House on Bill H.R. 13105, August 3, 1978.
- Testimony of Dennis W. Carlton in Re: <u>Competitive Effects of the Proposed North Central-Southern Airline Merger</u>: Proceedings before the Civil Aeronautics Board, Docket No. 33136, Exhibit NC/SO-T-7, October 13, 1978 and October 9, 1979 (with William M. Landes and Richard A. Posner).
- Testimony of Dennis W. Carlton in Re: McNeilab, Inc.: Proceedings before the United States

 Department of Justice, Drug Enforcement-Administration, Decket No. 78-13, March 13, 1980 and May 1980 (Oral).
- Testimony of Dennis W. Carlton in Re: <u>Acco Industries, Inc. v. Kresl Power Equipment, Inc.</u>: In the U.S. Court of Appeals For the Seventh Circuit, Docket No. 80-2024, March 29, 1980.
- Deposition, Testimony, and Rebuttal Testimony of Dennis W. Carlton in Re: Ethyl Corporation:
 Proceedings before the Federal Trade Commission, Docket No. 9128, November 10 & 11, 1980 (Deposition), November 13 & 14, 1980 (Testimony), February 20, 1981 (Rebuttal).
- Deposition of Dennis W. Carlton in Re: Independence Tube Corporation v. Copperweld Corporation,
 Regal Tube Company, The Yoder Company v. David F. Grohne (counter-defendant): In the
 U.S. District Court for the Northern District of Illinois, Eastern Division, No. 76 C 4201,
 January 24, 1981.
- Affidavit of Dennis W. Carlton in Re: Ellis Banking Corporation, Ellis First National Bank of Bradenton, and Ellis First Security Bank v. Barnett Banks of Florida, Inc., Barnett Bank of Manatee County, and Westside National Bank of Manatee County: In the U.S. District Court for the Middle District of Florida, Tampa Division, No. 81-693-Civ-T-H, July 28, 1981.
- Deposition and Economic Report of Dennis W. Carlton in Re: <u>Schneider Industrial Sales and Service</u>

 <u>Company, William Schneider and Mary Emily Schneider v. Acco Industries, Inc.</u>: In the U.S.

 District Court for the District of New Jersey, April 19, 1982.
- Deposition and Testimony of Dennis W. Carlton in Re: <u>City of Batavia, et al. v. Commonwealth Edison Company</u>: Proceedings before the U.S. District Court, Northern District of Illinois, Eastern Division, No. 76 C 4388, May 17, 18 & 25, 1982 (Deposition), July 22, 1982 (Testimony).
- Deposition of Dennis W. Carlton in Re: M. K. Metals Inc., et al. v. National Steel Corporation: In the U.S. District Court for the Northern District of Illinois, Eastern Division, No. 79 C 1661, September 15, 1983.
- Declaration and Deposition of Dennis W. Carlton in Re: <u>Carter Hawley Hale Stores, Inc. v. The Limited, Inc., et al.</u>: In the U.S. District Court, Central District California, No. CV 84 22000 AWT (JRX), April 21, 1984 (Declaration), April 23, 1984 (Deposition).

- Verified Statements and Testimony of Dennis W. Carlton in Re: <u>Denver & Rio Grande Western</u>

 <u>Railroad v. Santa Fe Southern Pacific Corporation et al</u>: Proceedings before the Interstate

 Commerce Commission, Docket No. 30400, August 28, 1984, November 14, 1984, and May 22, 1985, (Statements), and January 30, 1985 and June 19, 1985, (Testimony).
- Affidavit of Dennis W. Carlton in Re: <u>United States of America v. Western Electric Company, Inc. and American Telephone and Telegraph Company</u>: In the United States District Court for the District of Columbia, December 19, 1984 (with William M. Landes).
- Statement of Carlton in Re: <u>To the National Telecommunications Information Administration (NTIA)</u>
 Request for Comments in Connection with the Comprehensive Study of the Structure and
 Regulation of the U.S. <u>Telecommunications Industry</u>, March 29, 1985 (with DeMuth, Landes, and Rosenfield).
- Deposition and Affidavit of Dennis W. Carlton in Re: <u>L&W Industries</u>, <u>Inc. v. American Standard</u>, <u>Inc.</u>: In the U.S. District Court, Eastern District of Wisconsin, Civil Action No. 81-C-1409, May 14, 1985 (Deposition), August 30, 1985 (Affidavit).
- Testimony of Dennis W. Carlton in Re: <u>E. I. Du Pont De Nemours and Company's Thebaine Import Application</u>: Proceedings before the U.S. Department of Justice, Drug Enforcement Administration, Docket No. 84-51, May 31, 1985.
- Testimony of Dennis W. Carlton in Re: <u>Joint Application of Pan American World Airways, Inc. and United Airlines, Inc., Pacific Division Transfer Case</u>: Proceedings before the U.S. Department of Transportation, Docket No. 43065, August 7, 1985 (with William M. Landes and Sam Peltzman).
- Deposition of Dennis W. Carlton in Re: <u>General Motors "THM 200" Transmission Litigation</u>: Proceedings before the U.S. District Court, Northern District of Illinois, Eastern Division, No. 79 C 1249, 80 C 2151 and 85 C 4805, July 2, 1986.
- Affidavit of Dennis W. Carlton in Re: <u>Norwest Bank Fire Case</u>: Proceedings before the U.S. District Court, Fourth Judicial District, State of Minnesota, Court File No. 83-08122, August 28, 1986.
- Affidavit of Dennis W. Carlton in Re: <u>Policy and Rules Concerning Rates for Dominant Carriers</u>: Before the Federal Communications Commission, Washington, D.C., Docket No. 87-313, October 16, 1987.
- Deposition of Dennis W. Carlton in Re: Research Institute for Medicine and Chemistry, Inc. v. Wisconsin Alumni Research Foundation: In the U.S. District Court, Western District of Wisconsin, Case No. 85-C-1060-D, October 20 & 21, 1986.
- Affidavit and Deposition of Dennis W. Carlton in Re: <u>United States Football League, et al. v. National Football League, et al.</u>: In the U.S. District Court, Southern District of New York, 84 Civ. 7484 (PKL), November 24, 1986 (Affidavit), February 26, 1986 and December 4, 1986 (Deposition).
- Verified Statements of Dennis W. Carlton in Re: <u>Coal Trading Corporation</u>, et al. v. The <u>Baltimore and Ohio Railroad Co.</u>, et al.: Before the Interstate Commerce Commission, ICC Docket No. 38301S, December 16, 1986 and September 8, 1987.
- Testimony of Dennis W. Carlton in Re: <u>The Application of Pacific Bell, a Corporation, for Authority to Increase Certain Intrastate Rates and Charges Applicable to Telephone Services Furnished</u>

- within the State of California, California Public Utilities Commission, Application No. 85-01-034, December 19, 1986 and January 22 & 28, 1987.
- Deposition of Dennis W. Carlton in Re: <u>John H. Torphy v. Touche Ross & Co., et al</u>: In the Circuit Court Dane County, State of Wisconsin, Case No. 82-CV-4033, August 25, 1987.
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 <u>Panhandle Eastern Corporation, et al.</u>: In the U.S. District Court for the District of Colorado, Civil Action No. 86-Z-804, May 5, 6 & 18, 1988.
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 Communications Incorporated and Conrad Communications, Incorporated v. Nokia Corporation,
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 Shareholders of Speedway Motorsports, Inc. v. (NASCAR) National Association for Stock Car

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 Jamsports and Entertainment, LLC v. Paradama Productions, Inc., d/b/a AMA Pro Racing, Clear
 Channel Communications, Inc., SFX Entertainment, Inc., d/b/a Clear Channel Entertainment

 SFX Motor Sports, Inc., d/b/a Clear Channel Entertainment-Motor Sports, In the United States
 District Court for the Northern District of Illinois Eastern Division, Case No. 02 C 2298, March 8,

- 2004 (Expert Report), April 19 and 20, 2004 (Deposition), September 28, 2004 (Expert Report), October 4, 2004 (Deposition), March 11, 14, 2005 (Trial Testimony).
- Affidavit in Reply, Second Affidavit, and Testimony of Dennis W. Carlton In Re: The High Court of New Zealand Auckland Registry Commercial List Under The Commerce Act 1986, CIV 2003 404 6590, June 7, 2004 (Affidavit), July 6, 2004 (Second Affidavit), July 13-16, 2004 (Testimony).
- Expert Report and Deposition of Dennis W. Carlton in Re: <u>J.B.D.L. Corp. d/b/a Beckett Apothecary, et al., v. Wyeth-Ayerst Laboratories, Inc., et al., Civil Action No. C-1-01-704. CVS Merdian, Inc., and Rite Aid Corp., v. Wyeth, Civil Action No. C-1-03-781, in the United States District Court for the Southern District of Ohio Western Division, July 7, 2004 (Expert Report), September 3, 2004 (Deposition).</u>
- Declaration of Dennis W. Carlton on behalf of Bellsouth Telecommunications, Inc., in the matter of AT&T Corp., v. Bellsouth Telecommunications, Inc., before the Federal Communications Commission, Washington, DC 20554, July 20, 2004 (with H. Sider).
- Expert Report, Sur-Reply Expert Report, Deposition, Affidavit and Supplemental Report of Dennis W. Carlton in Re: <u>Flat Glass Antitrust Litigation</u>: In the United States District Court for the Western District of Pennsylvania, Master Docket MISC No. 97-550, relates to Jeld-Wen, Inc. Docket No. 2-99-875, July 6, 2004 (Expert Report), September 9, 2004 (Sur-Reply Expert Report), November 1-2, 2004 (Deposition), July 20, 2005 (Affidavit), August 16, 2005 (Supplemental Report).
- Expert Report, Declaration and Deposition of Dennis W. Carlton (T-Mobile, Sprint PCS, AT&T Wireless, Cingular, Verizon Wireless Reports) in Re: Wireless Telephone Services Antitrust Litigation: In the United States District Court Southern District of New York, 02 Civ. 2637, December 20, 2004 (Expert Report), February 9, 2005 (Deposition).
- Declaration, Testimony, Reply Declaration/Rebuttal, Joint Applicants' Statement, Ex Parte, Rebuttal Testimony and Rejoiner Testimony of Dennis W. Carlton in Re: In the Matter of the Proposed Merger of AT&T Corp., (AT&T) and SBC Communications Inc. (SBC), Before the FCC, February 21, 2005 (Declaration with H. Sider); Before the New Jersey Public Utility Commission, May 4, 2005 (Testimony with H. Sider); Before the FCC, May 9, 2005 (Reply Declaration/Rebuttal with—H. Sider); Before the Pennsylvania-Utility Commission, May 12, 2005 (Joint Applicants' Statement with H. Sider); Before the FCC, June 28, 2005 (Ex Parte with H. Sider); Before the Pennsylvania Public Utility-Gommission; July 15, 2005 (Rebuttal-Testimony with H. Sider); Before the Pennsylvania Public Utility Commission, August 5, 2005 (Rejoiner Testimony with H. Sider).
- Expert Report of Dennis W. Carlton in Re: <u>In the matter of Echostar Satellite, L.L.C.</u>, v. Fox Television <u>Holdings, Inc.</u>, Fox/UTV Holdings, Inc., News Corporation: Before the American Arbitration Association, Case No. 71 472 E 00690 04, March 2, 2005 (with G. Bamberger).
- Declaration, Reply Declaration, Proprietary Report and Redacted Reports of Dennis W. Carlton in Re:

 In the matter of Verizon Communications Inc., and MCI, Inc., Applications for Approval of

 Transfer of Control, Before the FCC (Federal Communications Commission), Washington, DC

 20554, WC Docket No. 05-75, March 10, 2005 (Declaration with G. Bamberger and A.

 Shampine), May 24, 2005 (Reply Declaration with A. Shampine), August 5, 2005 (Proprietary

- and Redacted Report with G. Bamberger and A. Shampine), September 9, 2005 (Redacted Report with G. Bamberger and A. Shampine).
- Expert Report, Deposition, Affidavit, Supplemental Report and Testimony of Dennis W. Carlton in Re: <u>Celanese Ltd., et al. v. JO Tankers AS, et al</u>, April 8, 2005 (Expert Report); and May 6, 2005 (Deposition); June 10, 2005 (Affidavit); October 10, 2005 (Supplemental Report), November 9-10, 2005 (Testimony).
- Affidavit of Dennis W. Carlton in Re: In the matter of Beatrice C. Romero vs. Philip Morris Price Fixing Allegations: In the United States First_District Court State of New Mexico County of Rio Arriba, April 15, 2005.
- Deposition, Expert Reports, Written Direct Examination, Deposition and Trial Testimony of Dennis W. Carlton in Re: <a href="United States of America v. Philip Morris USA Inc. (f//k/a Philip Morris Incorporated), et al., In the United States Court for the District of Columbia, Civil Action No. 99-CV- 2496 (GK), September 10, 2002 (Deposition); April 29, 2005 (Expert Report); May 3, 2005 (Written Direct Examination); May 10, 2002 (Expert Report); May 23, 2005 (Written Direct Examination); May 23, 2005 (Deposition), June 2, 2005 (Trial Testimony).
- Deposition and Expert Submission of Dennis W. Carlton in Re: <u>2003 NPM Adjustment Proceeding</u> <u>pursuant to Master Settlement Agreement</u>, November 22, 2005 (Deposition), October 10, 2005 (Expert Submission), January 30, 2006 (Expert Final Submission).
- Declaration of Dennis W. Carlton in Re: <u>Covad Communications</u>, et.al. v. <u>Bell Atlantic</u>, et. al., Civil Action No.:1:99-CV-01046, June 10, 2005 (Declaration).
- Joint Report by Dennis W. Carlton and Alan S. Frankel In the Matter of the Decision of the Office of Fair Trading dated 6 September 2005 No. CA 98/05/05 of 6 September 2005 in Case CP/0090/00/S, Competition Appeal Tribunal (U.K.), February 27, 2006 (Report).
- Expert Report and Deposition of Dennis W. Carlton in Re: <u>Fresh Del Monte Pineapples Antitrust</u>
 <u>Litigation</u> In the United States District Court for the Southern District of New York, Civil Action No. 03-CV-10230 (RMB), February 3, 2006 (Expert Report); February 22, 2006 (Deposition).
- Expert Report of Dennis W. Carlton in Re: <u>Marjorie Ferrell, et al., v. Wyeth-Ayerst Laboratories, Inc., et al.</u> In the United_States District Court for the Southern District of Ohio, Civil Action No. C-1-01-447, May 3, 2006 (Expert Report).
- Declaration of Dennis W. Carlton (with Hal Sider) in Re: <u>AT&T Corporation and BellSouth</u>

 <u>Corporation.</u>, <u>Application for Approval of Transfer of Control</u>, in the Federal Communications
 Commission, WC Docket 06-74, March 29, 2006 (Declaration), June 19, 2006 (Reply Declaration), August 21, 2006 (Declaration).
- Declaration of Dennis W. Carlton in Re: <u>Wireless Telephone Services Antitrust Litigation, Michael Freeland, et al.</u>, on behalf of himself and others, v. AT&T Corporation, et al. In the United States District Court, Southern District of New York, Master File 02 Civ. 2637 (DLC) and Separate File 04 Civ. 8653 (DLC), May 5, 2006 (Declaration).
- Declaration, Deposition, Direct Testimony and Rebuttal Testimony of Dennis W. Carlton in Re: <u>Certain Baseband Processor Chips and Chipsets</u>, <u>Transmitter and Receiver (Radio) Chips, Power Control Chips, and Products Containing Same, Including Cellular Telephone Handsets</u>, In the United States International Trade Commission, May 19, 2006 (Declaration), June 1, 2006

(Deposition), June 5, 2006 (Direct Testimony), June 7, 2006 (Rebuttal Testimony) July 10, 2006 (Live Testimony).